

# **EXHIBIT A**

## **Proposed Order**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

AMYRIS, INC., *et al.*,

Debtors.<sup>1</sup>

Chapter 11

Case No. 23-11131 (TMH)

(Jointly Administered)

**Re Docket No. \_\_\_\_**

**ORDER (A) AUTHORIZING REJECTION OF UNEXPIRED  
LEASES OF NON-RESIDENTIAL REAL PROPERTY AND EXECUTORY  
CONTRACTS *nunc pro tunc* TO THE PETITION DATE; (B) ABANDONING  
ANY REMAINING PERSONAL PROPERTY LOCATED AT THE LEASED  
PREMISES; AND (C) GRANTING RELATED RELIEF**

Upon consideration of the motion (the “Motion”)<sup>2</sup> of the above-captioned debtors and debtors-in-possession (collectively, the “Debtors”), for the entry of an order (this “Order”): (a) authorizing the Debtors to (i) reject the Contracts *nunc pro tunc* to the Rejection Effective Date listed on **Schedule 1** annexed hereto; and (ii) reject the Leases *nunc pro tunc* to the Rejection Effective Date listed on **Schedule 2** annexed hereto; (b) authorizing the Debtors to abandon any remaining personal property located at the Leased Premises; and (c) granting related relief; all as more fully set forth in the Motion; and upon consideration of the First Day Declaration; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference from the United States District Court for the District of Delaware*, dated February 29, 2012; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), and this Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the Debtors’ notice of the Motion and opportunity for a hearing on the Motion were appropriate

<sup>1</sup> A complete list of each of the Debtors in these Chapter 11 Cases may be obtained on the website of the Debtors’ claims and noticing agent at <https://cases.stretto.com/Amyris>. The location of Debtor Amyris Inc.’s principal place of business and the Debtors’ service address in these Chapter 11 Cases is 5885 Hollis Street, Suite 100, Emeryville, CA 94608.

<sup>2</sup> A capitalized term used but not defined herein have the meaning ascribed to it in the Motion.

under the circumstances and no other notice need be provided; and this Court having reviewed the Motion and having heard the statements in support of the relief requested therein at an interim hearing before this Court (the “Hearing”); and this Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor,

**IT IS HEREBY ORDERED THAT:**

1. The Motion is **GRANTED** as set forth herein.
2. Pursuant to section 365 of the Bankruptcy Code, the Contracts and the Leases shall each be deemed rejected as of the Petition Date.
3. The Debtors are authorized to abandon any remaining personal property located at the Leased Premises pursuant to section 554(a) of the Bankruptcy Code.
4. Within three (3) calendar days after entry of this Order, the Debtors will serve this Order on the counterparty to each Contract and Lease.
5. With respect to the Leases listed on **Schedule 2** hereto, any personal property remaining at the leased premises as of the Rejection Effective Date shall be deemed abandoned and the landlord shall be free to dispose of such abandoned property in its sole and absolute discretion without notice or liability to the Debtors or any third parties.
6. Counterparties to Contracts and Leases that are rejected pursuant to this Order must file a proof of claim relating to the rejection of such Contracts or Leases, if any, by the later of (a) any applicable claims bar date established in these Chapter 11 Cases, or (b) 30 days after entry of this Order. The Debtors reserve all rights to contest any such claim and to contest the characterization of each Contract or Lease, as executory or not, and to contest whether such Contract or Lease may have terminated prior to the Petition Date or otherwise, or may not have been effective prior to the Petition Date or otherwise.

7. The Debtors reserve their rights to assume, assign, or reject other executory contracts or unexpired leases, and nothing herein shall be deemed to affect such rights.

8. Notwithstanding the relief granted in this Order and any actions taken pursuant to such relief, nothing in this Order shall be deemed: (a) an admission as to the validity of any claim against a Debtor entity; (b) a waiver of the Debtors' right to dispute any claim on any grounds; (c) a promise or requirement to pay any claim; (d) an implication or admission that any particular claim is of a type specified or defined in this Order or the Motion; (e) a request or authorization to assume any agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code; or (f) a waiver or limitation of the Debtors' rights under the Bankruptcy Code or any other applicable law.

9. Notwithstanding the possible applicability of Rules 6004(g), 7062, or 9014 of the Federal Rules of Bankruptcy Procedure, or otherwise, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

10. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Motion.

11. The Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

**SCHEDULE 1****Rejected Contracts**

<b>Counterparty</b>	<b>Counterparty Address</b>	<b>Debtor Entity</b>	<b>Contract Description</b>
Workday, Inc.	6110 Stoneridge Mall Road Pleasanton, CA 94588	Amyris, Inc.	HR System Implementation
DB Ventures	c/o Authentic Brands Group, LLC 1411 Broadway, 21st Floor New York, NY 10018	Amyris, Inc.	Collaboration Agreement

**SCHEDULE 2****Rejected Leases**

<b>Counterparty</b>	<b>Counterparty Address</b>	<b>Debtor Entity</b>	<b>Leased Premises</b>
Hollis R&D Associates	1120 Nye Street, Suite 400 San Rafael, CA 94901	Amyris, Inc.	6121 Hollis Street Emeryville, CA
Palm Beach Holdings 3940 LLC	375 Park Avenue, 10th Floor Miami , FL 10152	Amyris, Inc.	114-120 NE 40th Street Miami , FL
Oak Plaza Associates	3841 NE 2nd Avenue, Suite 400 Miami , FL 33137	Amyris, Inc.	Design District Center, Suites 110 and 210 Miami , FL
Design District Development Partners LLC	6547 Midnight Pass Rd #3 Sarasota, FL 43242	Amyris, Inc.	112 NE 41st Street, Suite 402 Miami , FL
Calliope Realty Associates LLC	134 Spring Street New York , NY 10012	Amyris, Inc.	134 Spring Street, Suites 201 and 304 New York , NY
Duane Ventures	105 Hudson St New York , NY 10012	Amyris, Inc.	117 W Broadway New York , NY
Flowing Water Creek, LLC	P.O. Box 1949 Sag Harbor, NY 11963	Onda Beauty Inc.	42 Main Street Sag Harbor, NY
CPI Hospitality LLC	85 South Service Road Plaintview , NY 11803	Onda Beauty Inc.	239 E Montauk Hwy. Hampton Bays , NY
Epic W12 LLC	15 Watts Street, 5th Floor New York , NY 10013	Amyris, Inc.	408-414 West 13th Street New York , NY
Park Wynwood LLC	2734 NW 1st Avenue New York, NY	Amyris, Inc.	2734 NW 1st Avenue Miami , FL
Larrinaga Sisters LLC	1101 North Wilmot Road, Suite 225 Tucson , AZ	Amyris, Inc.	1101 North Wilmot Road, Suite 249 Tucson, AZ
Larrinaga Sisters LLC	1101 North Wilmot Road, Suite 225 Tucson , AZ	Amyris, Inc.	1101 North Wilmot Road, Suite 235 Tucson, AZ